FORM D

Received SEC

JUN 0 4 2008

Washington, DC 20549

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

136	1855
OMB	APPROVAL
OMB Numb	per: 3235-0076
Expires:	May 31, 2008
Estimated av	verage burden
hours per re-	sponse16.00

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Prefix	1	Serial
DA	TE RECEIV	'ED

Name of Offering (check if this is an amendment and name has changed, and indicate change.) Issuance of Series A-1 Preferred Stock and the Common Stock issuable upon conversion thereof.	
Filing Under (Check box(es) that apply): Rule 504 Rule 505	= 506 ☐ Section 4(6) ☐ ULOE
Type of Filing: New Filing Amendment	PROCESSED
A. BASIC IDENTIFICATION DATA	11 N 1 0 2000
Enter the information requested about the issuer	JUN 1 2 2008
Name of Issuer (check if this is an amendment and name has changed, and indicate change.) NanoNexus, Inc.	THOMSON REUTERS
Address of Executive Offices (Number Street, City, State, Zip Code)	Telephone Number (including Area Code)
2520 Junction Avenue San Jose, CA 95134	(408) 546-8400
Address of Principal Business Operations (Number Street, City, State, Zip Code)	Telephone Number (including Area Code)
(if different from Executive Offices)	
Brief Description of Business	I FEB III A PUPLUP III A RUIL PURE LA RUI A RUI
Design and manufacturing of electronics for semiconductor industry	
Type of Business Organization	1 16 1 10 1 25 1 21 1 2 1 1 1 1 1 1 1 1 1 1 1 1 1
☐ corporation ☐ limited partnership, already formed ☐ other (ple	
☐ business trust ☐ limited partnership, to be formed	08047539
Month Year	-
Actual or Estimated Date of Incorporation or Organization 0 1 9 9 🛛 🗖 Ac	etual
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for S	
CN for Canada; FN for other foreign jurisdiction	CA

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIF	ICATION DATA	,	1,72	 , .
2. Enter the information requested for the following:				
 Each promoter of the issuer, if the issuer has been organized within the Each beneficial owner having the power to vote or dispose, or direct the Each executive officer and director of corporate issuers and of corporate 	e vote or disposition of, 10% o			
Each general and managing partner of partnership issuers.				
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer		Director	General and/or Managing Partner
Full Name (Last name first, if individual) Brophy, Brenor				
Business or Residence Address (Number and Street, City, State, Zip Code)				
c/o NanoNexus, Inc., 2520 Junction Avenue, San Jose, CA 95134				
Check Box(es) that Apply: Promoter Beneficial Owner	☐ Executive Officer		Director	General and/or Managing Partner
Full Name (Last name first, if individual)				
Rustic Canyon Ventures, L.P.				
Business or Residence Address (Number and Street, City, State, Zip Code)				
2425 Olympic Boulevard, Suite 6050W, Santa Monica, CA 90404				
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☒	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Hantey, Peter				
Business or Residence Address (Number and Street, City, State, Zip Code)				
c/o NanoNexus, Inc., 2520 Junction Avenue, San Jose, CA 95134				
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☒	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Harrus, Alain				
Business or Residence Address (Number and Street, City, State, Zip Code)				 ,
c/o Compass Venture Partners, L.P., 1550 El Camino Real, Suite 275 Menlo	Park, CA 94025			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Ø	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Kim, Michael				
Business or Residence Address (Number and Street, City, State, Zip Code)				
c/o Rustic Canyon Partners, 2425 Olympic Boulevard, Suite 6050W, Santa M	Ionica, CA 90404			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☒	Director	General and/or Managing Partner
Full Name (Last name first, if individual)				
Leeke, Steven				
Business or Residence Address (Number and Street, City, State, Zip Code)			_	
c/o 2M Technology Ventures, L.P., 3401 Armstrong Avenue, Dallas, TX 752	05			•
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	⊠	Director	General and/or Managing Partner
Full Name (Last name first, if individual)				
Stark, Michael				
Business or Residence Address (Number and Street, City, State, Zip Code)				
c/o Crosslink Capital, Two Embarcadero Center, Suite 2200, San Francisco, C	CA 94111			
(Use blank sheet, or copy and use addition See attached for additional name.	onal copies of this sheet, as no	ecessary	/.)	

A. BASIC IDENTIFICAT	ION DATA (Continued)		
2. Enter the information requested for the following:			
 Each promoter of the issuer, if the issuer has been organized within the Each beneficial owner having the power to vote or dispose, or direct the Each executive officer and director of corporate issuers and of corporat Each general and managing partner of partnership issuers. 	e vote or disposition of, 10% of		
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	□ Director □	General and/or Managing Partner
Full Name (Last name first, if individual) Bottoms, W. R.			
Business or Residence Address (Number and Street, City, State, Zip Code)			
c/o NanoNexus, Inc., 2520 Junction Avenue, San Jose, CA 95134			
Check Box(es) that Apply: Promoter Beneficial Owner	☑ Executive Officer	Directo	r General and/or Managing Partner
Full Name (Last name first, if individual) Kidman, Paul			
Business or Residence Address (Number and Street, City, State, Zip Code)			
c/o NanoNexus, Inc., 2520 Junction Avenue, San Jose, CA 95134	,		
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☐ Directo	r General and/or Managing Partner
Full Name (Last name first, if individual)			· · · · · · · · · · · · · · · · · · ·
Crosslink Ventures and affiliates			
Business or Residence Address (Number and Street, City, State, Zip Code) Two Embarcadero Center, Suite 2200, San Francisco, CA 94111		•	
	Constitut Officer	Dimento	- Cl
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☐ Directo	r General and/or Managing Partner
Full Name (Last name first, if individual)			
Roithner, Klaus			
Business or Residence Address (Number and Street, City, State, Zip Code)			
48828 Deer View Terrace, Fremont, CA 94539		· · · · · · · · · · · · · · · · · · ·	
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☐ Directo	r General and/or Managing Partner
Full Name (Last name first, if individual)			
Trustees Under the Parekh Family Trust			
Business or Residence Address (Number and Street, City, State, Zip Code)			
1280 Windimer Drive, Los Altos, CA 94024	···········		
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☐ Directo	r General and/or Managing Partner
Full Name (Last name first, if individual)			
Feldman/Peterson 2001 Revocable Trust			.
Business or Residence Address (Number and Street, City, State, Zip Code)			í
35 Pine Lane, Los Altos, CA 94022			· · · · · · · · · · · · · · · · · · ·
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	☐ Directo	General and/or Managing Partner
Full Name (Last name first, if individual)			
Idanta Partners Ltd.	····		
Business or Residence Address (Number and Street, City, State, Zip Code)			
12526 High Bluff Drive, Suite 160, San Diego, CA 92130 (Use blank sheet, or copy and use addition	nal coning of this chart as	Songer 1	
See attached for additional name.	nai copies or uns sneet, as ne	vessarà.i	

A. BASIC IDENTIFICAT	ION DATA (Continued)		
2. Enter the information requested for the following:			
 Each promoter of the issuer, if the issuer has been organized within the Each beneficial owner having the power to vote or dispose, or direct the Each executive officer and director of corporate issuers and of corporate Each general and managing partner of partnership issuers. 	e vote or disposition of, 10% of	_	·
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Big Bend XXVIII Investments, L.P.			
Business or Residence Address (Number and Street, City, State, Zip Code) 3401 Armstrong Avenue, Dallas, TX 75205			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Goff Moore Strategic Partners, L.P.			
Business or Residence Address (Number and Street, City, State, Zip Code) Attn: John C. Goff - 777 Main Street, Suite 2100, Forth Worth, TX 76102			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)	· · · · · ·	•	
Business or Residence Address (Number and Street, City, State, Zip Code)			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)		- 	
Business or Residence Address (Number and Street, City, State, Zip Code)			·
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)			
Business or Residence Address (Number and Street, City, State, Zip Code)			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)			
Business or Residence Address (Number and Street, City, State, Zip Code)			
Check Box(cs) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)			
Business or Residence Address (Number and Street, City, State, Zip Code)			
(Use blank sheet, or copy and use addition See attached for additional name.	nal copies of this sheet, as no	ecessary.)	

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	•										Yes	No
1.	Has the issuer s	sold, or does	the issuer in	tend to sell, also in Appe	to non-accre	edited investe an 2, if filing	ors in this of runder ULO	fering? F.		••••••	. 🗆	\boxtimes
2.	What is the mir	nimum inves				_			**********	1-41241	. \$ N/A	
_				-							Yes	No
3.	Does the offering	-									. 🛛	U
4.	Enter the informor similar remu											
	listed is an asso											
	of the broker or				to be listed	are associate	ed persons of	f such a brol	cer or dealer	, you may set		
	forth the inform	nation for tha	it broker or d	lealer only.								
Full	Name (Last nan	ne first, if inc	dividual)									
Busi	ness or Residen	ce Address (Number and	Street, City	, State, Zip	Code)						
Nam	e of Associated	Broker or D	ealer									
•							=					
	s in Which Pers											
	(Check "All Sta	ates" or chec	k individual	States)							🔲 All S	States
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E.A	Name (Last nan	aa firat ifia	dividual)									
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Busi	ness or Residen	ce Address (Number and	Street, City	, State, Zip	Code)						
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State	s in Which Pers	ons Listed H	las Solicited	or Intends to	o Solicit Pur	chasers						
	(Check "All Sta	ites" or checl	k individual	States)	•••••	•••••		• • • • • • • • • • • • • • • • • • • •	•••••		🔲 Ali S	States
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F 11	NI	m										
Full	Name (Last nam	ie first, if inc	lividual)									
Busi	ness or Residence	ce Address (1	Number and	Street, City	, State, Zip	Code)			•			
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State	s in Which Pers	ons Listed H	as Solicited	or Intends to	Solicit Pur	chasers			····			
	(Check "All Sta	ites" or check	k individual S	States)			•••••••		•••••		🔲 🗚 🗓 S	States
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

1.	Enter the aggregate offering price of securities included in this Offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt (*Senior Secured Convertible Promissory Notes)	\$ 3,750,000.00	\$2,670,871.12
	Equity	\$0	\$0
	⊠ Common ⊠ Preferred		
	Convertible Securities	\$ 0	\$0
	Partnership Interests	\$0	\$0
	Other (Specify)		\$0
	Total	\$ 3,750,000.00	\$ 2,670,871.12
	Answer also in Appendix, Column 3, if filing under ULOE		,
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
		Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors	8	\$ 2,670,871.12
	Non-accredited Investors	0	\$0
	Total (for filings under Rule 504 only)	0	\$0
	Answer also in Appendix, Column 4, if filing under ULOE		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.	Time of	Dellas Amazoni
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505	N/A	\$N/A
	Regulation A	N/A	\$ N/A
	Rule 504	N/A	\$ N/A
	Total	N/A	\$ N/A
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fee		\$
	Printing and Engraving Costs		\$
	Legal Fees	🗵	\$ 45,000.00
	Accounting Fees		\$
	Engineering Fees		
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (identify) Securities Compliance	🗵	\$ 300.00
	b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$ 2,625,571.12
	processo to the issuer.		# £,U£J,J/1.12

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

^{*} Issued together with Warrants to purchase Common and Qualified Preferred Stock

5. Indicate below the amount of the adjusted gross pro- each of the purposes shown. If the amount for any particle box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part C	ourpose is not known, furnish an estimate and checithe payments listed must equal the adjusted gros	k		
	•		Payments to	
			Officers,	
-			Directors, &	Payment to
			Affiliates	Others
Salaries and fees		🗀 s	5	□ s
Purchase of real estate				
Purchase, rental or leasing and installation of mach		_		
and equipment		🗆 s	\$	□ \$
Construction or leasing of plant buildings and facili			`	□ s
Acquisition of other businesses (including the value				
offering that may be used in exchange for the assets				
issuer pursuant to a merger)		П 5	S	□ s
Repayment of indebtedness				
Working capital				\$ 2,625,571.12
- Other (Specify)		٠		<u> </u>
Other (Specify)	·			
			;	□ \$
Column Totals		_	<u> </u>	□\$
Total Payments Listed (column totals added)				2,625,571.12
Total Laymonts Dister (column totals accord)		•••	₩	2,020,011,12
The issuer has duly caused this notice to be signed by signature constitutes an undertaking by the issuer to fu information furnished by the issuer to any non-accredite. Issuer (Print or Type)	mish to the U.S. Securities and Exchange Comm	ission,	upon written re	quest of its staff, the
1960				
NanoNexus, Inc.			June 3, 2008	
Name of Signer (Print or Type)	Title of Signer (Print or Type)			
Curtis L. Mo	Secretary			
	ATTENTION	• •	· · · ·	

E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.262	presently subject to any of the disqualification pro	ovisions of such rule?	Yes	No ⊠
	See Appendix, Column 5, for state respo	onse.		
2. The undersigned issuer hereby undertakes 239,500) at such times as required by state la	to furnish to any state administrator of any state w.	in which this notice is filed,	a notice	on Form D (17 CFR
3. The undersigned issuer hereby undertakes	to furnish to the state administrators, upon writter	n request, information furnish	ed by the	he issuer to offerees.
	issuer is familiar with the conditions that must be notice is filed and understands that the issuer classified.			
The issuer has read this notification and know authorized person.	ws the contents to be true and has duly caused this	s notice to be signed on its be	half by	the undersigned duly
Issuer (Print or Type)	Signature	Date		
NanoNexus, Inc.		June 3	, 2008	
Name of Signer (Print or Type)	Title of Signer (Print or Type)			

Instruction: Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Secretary

Curtis L. Mo

5. Indicate below the amount of the adjusted gross preach of the purposes shown. If the amount for any the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	y purpose is not known, furnish an estimat f the payments listed must equal the adj	e and check		
			Payments to Officers, Directors, & Affiliates	Payment to Others
Salaries and fees				□ \$
Purchase of real estate				□\$ □\$
Purchase, rental or leasing and installation of mac	thinery			
and equipment				□\$
Construction or leasing of plant buildings and fac			>	□\$
Acquisition of other businesses (including the val				
offering that may be used in exchange for the asse		—		
issuer pursuant to a merger)				□ \$
Repayment of indebtedness				□ \$
Working capital		Ц	S	\$ 2,625,571.12
- Other (Specify)				
		Π:	\$	□ \$
Column Totals			\$	
Total Payments Listed (column totals added)				2,625,571.12
Total Laymonts Elsted (cordinis totals added)	•••••••••••••••••••••••••••••••••••••••	***************************************	€3,4_	2,025,571.12
signature constitutes an undertaking by the issuer to information furnished by the issuer to any non-accredit suer (Print or Type)			Date	quest of its staff, the
NanoNexus, Inc.	Cutto Me		June 3, 2008	
Name of Signer (Print or Type)	Title of Signer (Print or Type)		1 Julie 3, 2000	
Curtis L. Mo	Secretary			
•				
	A MANDA PARA CALL			
	ATTENTION			

proceeds to the issuer set forth in respon	action and actions and actions	ь .	
		Payments to Officers,	
-		Directors, &	Payment to
		Affiliates	Others
Salaries and fees			
		•	
Purchase, rental or leasing and installati		<u></u>	_
-			_ 🗆 \$
	gs and facilities		
- · · · · · · · · · · · · · · · · · · ·	ng the value of securities involved in this	<u></u>	
offering that may be used in exchange for			
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			\$\$\$
Other (Specify)			
other (Speeny)			
		□ \$	\$
Column Totals			
Total Payments Listed (column totals ac	ided)		\$ 2,625,571.
•			2,023,371
e issuer has duly caused this notice to be nature constitutes an undertaking by the	D. FEDERAL SIGNATURE signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange n-accredited investor pursuant to paragraph (b)(2) of R	f this notice is filed under Commission, upon writte	
e issuer has duly caused this notice to be nature constitutes an undertaking by the	e signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange n-accredited investor pursuant to paragraph (b)(2) of R	f this notice is filed under Commission, upon writte	
e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any no uer (Print or Type)	e signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange in-accredited investor pursuant to paragraph (b)(2) of R	f this notice is filed under Commission, upon writte tule 502.	n request of its staff, the
e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any no	e signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange n-accredited investor pursuant to paragraph (b)(2) of R	f this notice is filed under Commission, upon writte ule 502.	n request of its staff, the
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e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any notice (Print or Type) noNexus, Inc. me of Signer (Print or Type)	signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange in-accredited investor pursuant to paragraph (b)(2) of R Signature Title of Signer (Print or Type)	f this notice is filed under Commission, upon writte tule 502.	n request of its staff, the
e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any notice (Print or Type) noNexus, Inc. me of Signer (Print or Type)	signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange in-accredited investor pursuant to paragraph (b)(2) of R Signature Title of Signer (Print or Type)	f this notice is filed under Commission, upon writte tule 502.	n request of its staff, t
e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any notice (Print or Type) noNexus, Inc. me of Signer (Print or Type)	signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange in-accredited investor pursuant to paragraph (b)(2) of R Signature Title of Signer (Print or Type)	f this notice is filed under Commission, upon writte tule 502.	n request of its staff, t
e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any notice (Print or Type) noNexus, Inc. me of Signer (Print or Type)	signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange in-accredited investor pursuant to paragraph (b)(2) of R Signature Title of Signer (Print or Type)	f this notice is filed under Commission, upon writte tule 502.	n request of its staff, t
e issuer has duly caused this notice to be nature constitutes an undertaking by the ormation furnished by the issuer to any notice (Print or Type) noNexus, Inc. me of Signer (Print or Type)	signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange in-accredited investor pursuant to paragraph (b)(2) of R Signature Title of Signer (Print or Type)	f this notice is filed under Commission, upon writte tule 502.	n request of its staff, t
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5.	each of the purposes shown. If the amount f	oss proceeds to the issuer used or proposed to be or any purpose is not known, furnish an estimate a otal of the payments listed must equal the adjust of Part C - Question 4 b above	nd check	
		or are — Question 4.0 above.	Payments to Officers, Directors, & Affiliates	Payment to Others
	Salaries and fees		\$	\$
•				
	Purchase, rental or leasing and installation of		-	
	_		П \$	_ s
		nd facilities		
	Acquisition of other businesses (including the			
	offering that may be used in exchange for the			
	- · · · · · · · · · · · · · · · · · · ·		□ s	\$
				s
	- Other (Specify)			
	omor (opcony)			
			S	s
	Column Totals			s
)		2,625,571.12
	Total Taymonio Biolog (column totalo added	<i>y</i>		2,023,071.12
sig	nature constitutes an undertaking by the issue	ned by the undersigned duly authorized person. I er to furnish to the U.S. Securities and Exchange credited investor pursuant to paragraph (b)(2) of E	Commission, upon writter	
İssı	uer (Print or Type)	Signature	Date	
Ni	- Moves to-	Center No	lune 2, 200	10
	noNexus, Inc. me of Signer (Print or Type)	Title of Signer (Print or Type)	June 3, 200	<u> </u>
	(This of Digital (Thin of Type)		
Cui	rtis L. Mo	Secretary	•	· · · · · · · · · · · · · · · · · · ·
	•			
		ATTENTION	-	

•		·	
Curtis L. Mo	Secretary		
Name of Signer (Print or Type)	Title of Signer (Print or Type)	June 3, 2008	}
Issuer (Print or Type)	Signature Curtir No	Date	
The issuer has duly caused this notice to be signature constitutes an undertaking by the	D. FEDERAL SIGNATURE. e signed by the undersigned duly authorized person. I issuer to furnish to the U.S. Securities and Exchange on-accredited investor pursuant to paragraph (b)(2) of R	f this notice is filed under F Commission, upon written	Rule 505, the following
	dded)		 \$
Other (Specify)			
offering that may be used in exchange f issuer pursuant to a merger)	ing the value of securities involved in this or the assets or securities of another		
	gs and facilities	S	□ \$
Purchase, rental or leasing and installat and equipment	ion of machinery	[] \$	 \$
			s
Salaries and fees		Directors, & Affiliates	Payment to Others \$
		Officers,	.
•		Payments to	

Payments to Officers, Directors, & Affiliates Salaries and fees	each of the purposes shown. If the am	ted gross proceeds to the issuer used or proposed to be tount for any purpose is not known, furnish an estimate a The total of the payments listed must equal the adjustionse to Part C – Question 4.b above.	nd check	
Officers, Directors, & Affiliates Salaries and fees			Payments to	
Affiliates Salaries and fees			•	
Affiliates Salaries and fees	•		Directors, &	Payment to
Purchase of real estate				Others
Purchase of real estate	Salaries and fees		🗀 \$	\$
Purchase, rental or leasing and installation of machinery and equipment				
and equipment				-
Construction or leasing of plant buildings and facilities			🗆 💲	□ \$
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)				
offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	- ·	-		
issuer pursuant to a merger) \$ Repayment of indebtedness \$ Working capital \$ Other (Specify) Column Totals. \$ Total Payments Listed (column totals added) \$ D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written requinformation furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Signature NanoNexus, Inc. Date NanoNexus, Inc. June 3, 2008	·	_		
Repayment of indebtedness	- •		s	 \$
Working capital \$ Other (Specify) Column Totals. \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$				
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NanoNexus, Inc. Curtir Mr June 3, 2008 Name of Signer (Print or Type) Title of Signer (Print or Type)	nation furnished by the issuer to any r	non-accredited investor pursuant to paragraph (b)(2) of E	ule 502.	request of its staff, the
Name of Signer (Print or Type) Title of Signer (Print or Type)	(11 b. 1)po)			
		, -	June 3, 2008	3
Curtis L. Mo Secretary	of Signer (Print or Type)	Title of Signer (Print or Type)		
	L. Mo	Secretary		
ATTENTION		ATTENTION	:	· · · · · · · · · · · · · · · · · · ·

		Payments to Officers,	
		Directors, & Affiliates	Payment to Others
Salaries and fees			
			_
Purchase, rental or leasing and installati		— •	
and equipment	•	\$	_ 🗆 \$
Construction or leasing of plant building	gs and facilities	S	
Acquisition of other businesses (including	ng the value of securities involved in this		
offering that may be used in exchange for		_	_
			-
		· · · · · · · · · · · · · · · · · · ·	_ [] \$
* Other (Specify)		🗀 🎝	\$ <u>2,625,571.12</u>
Other (Specify)			
		S	_ \$
Column Totals			\$
Total Payments Listed (column totals ad	ided)	🔯	\$ 2,625,571.12
	·		
The issuer has duly caused this notice to be signature constitutes an undertaking by the	D. FEDERAL SIGNATURE signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang	If this notice is filed under e Commission, upon written	Rule 505, the following
The issuer has duly caused this notice to be signature constitutes an undertaking by the	signed by the undersigned duly authorized person.	If this notice is filed under e Commission, upon written	Rule 505, the following
The issuer has duly caused this notice to be signature constitutes an undertaking by the information furnished by the issuer to any no Issuer (Print or Type)	signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang n-accredited investor pursuant to paragraph (b)(2) of J	If this notice is filed under e Commission, upon writter Rule 502. Date	Rule 505, the following request of its staff, the
The issuer has duly caused this notice to be signature constitutes an undertaking by the information furnished by the issuer to any no	signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang n-accredited investor pursuant to paragraph (b)(2) of Signature	If this notice is filed under e Commission, upon writter Rule 502.	Rule 505, the following request of its staff, the
The issuer has duly caused this notice to be signature constitutes an undertaking by the information furnished by the issuer to any no Issuer (Print or Type) NanoNexus, Inc. Name of Signer (Print or Type)	signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang n-accredited investor pursuant to paragraph (b)(2) of signature Signature Title of Signer (Print or Type)	If this notice is filed under e Commission, upon writter Rule 502. Date	Rule 505, the following request of its staff, the
The issuer has duly caused this notice to be signature constitutes an undertaking by the information furnished by the issuer to any no Issuer (Print or Type) NanoNexus, Inc.	signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang n-accredited investor pursuant to paragraph (b)(2) of Signature Cutter Mr	If this notice is filed under e Commission, upon writter Rule 502. Date	Rule 505, the following request of its staff, the
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The issuer has duly caused this notice to be signature constitutes an undertaking by the information furnished by the issuer to any no Issuer (Print or Type) NanoNexus, Inc. Name of Signer (Print or Type)	signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang n-accredited investor pursuant to paragraph (b)(2) of signature Signature Title of Signer (Print or Type)	If this notice is filed under e Commission, upon writter Rule 502. Date	Rule 505, the following request of its staff, the
The issuer has duly caused this notice to be signature constitutes an undertaking by the information furnished by the issuer to any no Issuer (Print or Type) NanoNexus, Inc. Name of Signer (Print or Type)	signed by the undersigned duly authorized person. issuer to furnish to the U.S. Securities and Exchang n-accredited investor pursuant to paragraph (b)(2) of signature Signature Title of Signer (Print or Type)	If this notice is filed under e Commission, upon writter Rule 502. Date	Rule 505, the following request of its staff, the
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5. Indicate below the amount of the adjusted gross prodeach of the purposes shown. If the amount for any puthe box to the left of the estimate. The total of the proceeds to the issuer set forth in response to Part Co	ourpose is not known, furnish an estimate a he payments listed must equal the adjus	and check	
		Payments to Officers,	_
		Directors, & Affiliates	Payment to Others
Salaries and fees.			* · · · · · ·
Purchase of real estate			
Purchase, rental or leasing and installation of machi			_
and equipment	· · · · ·		\$
Construction or leasing of plant buildings and facili			
Acquisition of other businesses (including the value			
offering that may be used in exchange for the assets			
issuer pursuant to a merger)		🗆 s	_ 🗆 \$
Repayment of indebtedness		· · · · · · · · · · · · · · · · · · ·	
Working capital			
Other (Specify)			
o (open,))			
		□ \$	s
Column Totals			s
Total Payments Listed (column totals added)			
information furnished by the issuer to any non-accredited Issuer (Print or Type)	Signature Signature	Rule 502. Date	
	Curtir Mr		
NanoNexus, Inc.		June 3, 200)8
Name of Signer (Print or Type)	Title of Signer (Print or Type)		
Curtis L. Mo	Secretary		
	ATTENTION		